



**WHA Utilities and Power Public Company Limited**  
**Invitation to attend the**  
**Extraordinary General Meeting of Shareholders No.1/2020**

Monday, 21 December 2020 at 11.00 A.M.

at Grand Ballroom, 3rd Floor, Golden Tulip Sovereign Hotel,  
No.92, Rama9 Road, Bangkapi, Huay-kwang, Bangkok 10310, Thailand

1. The Company requests for cooperation from all shareholders to consider appointing the Company's independent director as proxy to attend and cast votes on their behalf.
2. The Company refrains from providing premiums, food and beverages. In order to minimize the risk of spreading the disease.
3. The meeting attendee must wear a facemask throughout the duration of the meeting and wash your hands with soap or hand sanitizer.
4. The Company strongly requests for your cooperation to strictly follow the Precautionary Measures and practices for the Extraordinary General Meeting of Shareholders No.1/2020 under the circumstance of Coronavirus 2019 (COVID-19) outbreak.

19 November 2020

Subject: Notice of the Extraordinary General Meeting of Shareholders No.1/2020

To: Shareholders

Enclosures: 1. Copy of the Minutes of the Annual General Meeting of Shareholders 2020  
2. The Company's Articles of Association in relation to the General Meeting of Shareholders  
3. List of documents required to bring along on the date of Meeting  
4. Proxy form A, B, C and the Independent Directors Profiles for Proxies Appointment  
5. Map of the Meeting venue  
6. Precautionary Measures and practices for the Extraordinary General Meeting of Shareholders No.1/2020 under the circumstance of Coronavirus 2019 (COVID-19) outbreak

NOTICE is hereby given that the Extraordinary General Meeting of Shareholders No.1/2020 will be held on Monday, 21 December 2020 at 11.00 a.m. The meeting will be held at Grand Ballroom, 3rd Floor, Golden Tulip Sovereign Hotel, No.92, Rama9 Road, Bangkok, Huay-kwang, Bangkok 10310, Thailand to consider the agenda as follows:

**Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders 2020.**

**Subject:**

The Company held the Annual General Meeting of Shareholders 2020 on Friday, 10 July 2020. The Meeting is requested to consider and certify the minutes of the Annual General Meeting of Shareholders 2020, details of which are attached in [Attachment 1](#).

In addition, in the following meetings of shareholders, there would not be an agenda item for adoption of minutes of the previous shareholder meeting since there is no requirement under any applicable law that the Company has to obtain a resolution passed for adoption of the previous shareholder meeting.

Furthermore, any resolution passed in the meeting is legally effective immediately upon the end of such meeting without having to propose to the shareholders for adoption in the next meeting. In this regard, the minutes of the meeting would be disseminated and made available to the shareholders at the Company's website within 14 days from the meeting date, which the shareholders may inquire or give any comments thereon through the Company within one month from the meeting date.

**Board's opinion:**

The Board of Directors deems it appropriate to propose the Shareholders' Meeting to certify the minutes of the Annual General Meeting of Shareholders 2020, details of which are attached in [Attachment 1](#) and deemed it appropriate not provide an agenda to certify of the minutes of the shareholders' meeting.

**Agenda 2** To consider and approve a change of the Company's Head Office Address.

Subject:

The Company plans to relocate a Company's Head Office Address into a new office address as the following detail

Existing Head Office:

9/241-242, 24<sup>th</sup> Floor UM Tower, Ramkamhang Road, Suanluang district, Suanluang Sub-district Bangkok 10250

New Head Office:

777 WHA TOWER, 22<sup>nd</sup> Floor, Unit 2203-2205, Moo 13, Debaratna Road (Bangna-Trad) KM.7, Bang Kaeo, Bang Phli, Samut Prakarn 10540

Board's opinion:

The Board of Directors deems it appropriate to propose the Shareholders' Meeting to consider and approve a change of the Company's Head Office Address as proposed. The relocation of the Company's Head Office Address will combine all companies of WHA Group in the same location for convenience and flexibility in business operations.

**Agenda 3** To consider and approve the amendment to Article 5 of the Memorandum of Association to comply with a change of the Company's Head Office Address.

Subject:

In accordance with the change of the Company's Head Office Address as the detail in agenda 2. The Company has to amend the Article 5 of the Memorandum of Association as follow:

From:

Article 5. The Company's Head Office Address is located in Bangkok.

To be:

Article 5. The Company's Head Office Address is located in Samut Prakan.

Board's opinion:

The Board of Directors deems it appropriate to propose the Shareholders' Meeting to consider and approve the amendment to Article 5 of the Memorandum of Association to comply with a change of the Company's Head Office Address as proposed.

**Agenda 4 To consider other business (if any)**

All shareholders are cordially invited to attend the Extraordinary General Meeting of Shareholders No.1/2020 to be held on **Monday, 21 December 2020 at 11.00 a.m. The meeting will be held at Grand Ballroom, 3rd Floor, Golden Tulip Sovereign Hotel, No.92, Rama9 Road, Bangkapi, Huay-kwang, Bangkok 10310, Thailand.** The Company determined the name of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No.1/2020 on Friday, 27 November 2020 (Record Date for XM).


However, as this Extraordinary General Meeting of Shareholders No.1/2020 will be held during the outbreak of the novel coronavirus 2019 (COVID-19), the Company has been deeply concerned about the safety of the Shareholders attending the meeting and its staff. Therefore, the Company strongly requests for your cooperation to strictly follow the **Precautionary Measures and practices for the Extraordinary General Meeting of Shareholders No.1/2020 under the circumstance of Coronavirus 2019 (COVID-19) outbreak** in [Attachment 6](#).

The Company would recommend the shareholder may appoint an Independent Director of the company as his/her proxy to attend the meeting and vote on his/her behalf. Brief Independent Director Profiles are available in [Attachment 4](#). By duly completing the proxy form A or B and submit it to the company before the meeting. For foreign shareholder deposit shares in safeguard of custodian banks in Thailand, please duly completing the proxy form C in [Attachment 4](#).

Please mail to the Company at least 7 days prior (within 14 December 2020) to the meeting date for checking the documents in advance. Please mail to the company's address as follows:

Corporate Secretary Office,  
WHA Utilities and Power Public Company Limited  
No. 9/241-242, UM Tower, 24<sup>th</sup> Floor, Ramkhamhaeng Road,  
Suanluang, Bangkok 10250, Thailand  
Tel. (66)2-719-9559 Fax. (66)2-717-2128

Yours sincerely,



(Miss Jareeporn Jarukornsakul)

Chairman of the Board of Directors

WHA Utilities and Power Public Company Limited